

**FEDERATED STATES OF MICRONESIA
TELECOMMUNICATIONS CORPORATION**

**(A COMPONENT UNIT OF THE FEDERATED STATES
OF MICRONESIA NATIONAL GOVERNMENT)**

**INDEPENDENT AUDITOR'S REPORT ON
COMPLIANCE WITH ASPECT OF CONTRACTUAL
AGREEMENTS AND REGULATORY REQUIREMENTS**

YEAR ENDED SEPTEMBER 30, 2014

INDEPENDENT AUDITOR'S REPORT ON COMPLIANCE WITH ASPECT OF CONTRACTUAL AGREEMENTS AND REGULATORY REQUIREMENTS

Chairman
Board of Directors
Federated States of Micronesia Telecommunications Corporation

We have audited, in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the Federated States of Micronesia Telecommunications Corporation (the Corporation), which comprise the statement of net position as of September 30, 2014, and the related statements of revenue, expenses and changes in net position, and of cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated December 30, 2014. In accordance with *Government Auditing Standards*, we have also issued our report dated December 30, 2014, on our consideration of the Corporation's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements and other matters. No reports other than the reports referred to above and our schedule of findings and responses related to our audit have been furnished to management.

In connection with our audit, we noted that the Corporation failed to comply with the terms, covenants, provisions, or conditions of their loan, grant, and security instruments as set forth in 7 CFR Part 1773, *Policy on Audits of Rural Utilities Service Borrowers*, §1773.33 and clarified in the Rural Utilities Service (RUS) policy memorandum dated February 7, 2014, insofar as they relate to accounting matters as enumerated below:

RUS Loan Agreement

Criteria: Section 5.12, *TIER Requirement*, of the RUS Loan Agreements states the required TIER rate that is to be maintained. Such provision has also been stated under the preliminary review of "B" Loan letter dated November 19, 2008 requiring at least 1.5 commencing December 31, 2012.

Condition: Per examination of RUS Form 479 ending December 31, 2013, submitted by the Corporation on February 11, 2014, the TIER rate reported was -0.41, which is less than the criteria.

Auditee Response: Management is fully aware of the situation as to non-compliance with the TIER required by RUS, due to the fact that the Corporation has suffered continuous losses since 2007. For FY2014, FSMTC received a \$1.3 million subsidy from the FSM National Government which had brought down the losses to \$800k. Management will continue to request for subsidy for additional capital funding and operations.

Auditee Response, Continued:

We have continued to request RUS for a loan payment break and utilize the fund for other projects that could contribute to the increase in revenue. We had completed the upgrade on cellular infrastructure to expand data thru 3G technology which is currently one of the hottest products in telecommunications industry. The board of directors is challenging management to come up with a marketing plan making sure that the projected revenue for FY2015 is achieved. Management is optimistic that with this new service plus the marketing plan RUS TIER requirement will be achieved.

Our audit was not directed primarily toward obtaining knowledge of such noncompliance. Accordingly, had we performed additional procedures, other matters may have come to our attention regarding the Corporation's noncompliance with the above-referenced terms, covenants, provisions, or conditions of the contractual agreements and regulatory requirements, insofar as they relate to accounting matters. In connection with our audit, we noted no matters regarding the Corporation's accounting and records to indicate that the Corporation did not:

- Maintain adequate and effective accounting procedures;
- Utilize adequate and fair methods for accumulating and recording labor, material, and overhead costs, and the distribution of these costs to construction, retirement, and maintenance or other expense accounts;
- Reconcile continuing property records to the controlling general ledger plant accounts;
- Clear construction accounts and accrue depreciation on completed construction;
- Record and properly price the retirement of plant;
- Seek approval of the sale, lease or transfer of capital assets and disposition of proceeds for the sale or lease of plant, material, or scrap;
- Maintain adequate control over materials and supplies;
- Prepare accurate and timely Financial and Operating Reports;
- Obtain written RUS approval to enter into any contract for the management, operation, or maintenance of the borrower's system if the contract covers all or substantially all of the telecommunications system;
- Disclose material related party transactions in the financial statements, in accordance with requirements for related parties in generally accepted accounting principles;
- Record depreciation in accordance with RUS requirements (See RUS Bulletin 183-1, Depreciation Rates and Procedures);
- Comply with the requirements for the detailed schedule of deferred debits and deferred credits; and
- Comply with the requirements for the detailed schedule of investments.

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This report is intended solely for the information and use of the board of directors, management, and the RUS and supplemental lenders and is not intended to be and should not be used by anyone other than these specified parties. However, this report is a matter of public record and its distribution is not limited.

Deloitte + Tatchell LLP

December 30, 2014